

MOLSON INDUSTRIES LIMITED

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

The Annual Meeting of the Shareholders of Molson Industries Limited will be held at the Head Office of the Company, 1555 Notre Dame Street East, Montreal, on Thursday, June 26, 1969, at 11:30 o'clock in the forenoon (Eastern Daylight Saving Time) for the purposes of:

1. Receiving the report of the Directors, the Consolidated Financial Statements of the Company and subsidiary companies and the Auditors' Report thereon, for the year ended March 31, 1969;
2. Electing Directors;
3. Appointing Auditors and authorizing the Directors to fix their remuneration;
4. Considering and, if deemed advisable, confirming with or without variation or amendment Special By-law "GG" replacing and expanding the provisions of the general by-laws of the Company relating to the indemnification of directors and officers, (the full text of such By-law, as enacted by the Board of Directors on May 26, 1969, being reproduced in the accompanying Information Circular); and
5. Transacting such other or further business as may properly come before the Meeting or any adjournment thereof.

Montreal, June 9, 1969

J. B. JOLLEY, Secretary.

Note: ANY SHAREHOLDER WHO IS UNABLE TO ATTEND THIS ANNUAL MEETING IN PERSON, IS REQUESTED TO COMPLETE, DATE AND SIGN THE ENCLOSED FORM OF PROXY AND RETURN IT TO THE COMPANY IN THE STAMPED ENVELOPE PROVIDED FOR THAT PURPOSE.

INFORMATION CIRCULAR

(Information stated as at May 30, 1969)

Management Solicitation of Proxies

This Information Circular is furnished in connection with the solicitation by Management of Molson Industries Limited (the "Company") of proxies for use at the Annual Meeting of Shareholders (the "Meeting") of the Company to be held on Thursday, June 26, 1969, at the time and place and for the purposes set forth in the foregoing Notice of Meeting, and at any adjournment thereof. Management does

not contemplate solicitation of proxies otherwise than by the mails, the total cost of which will be borne by the Company. It is not intended to use the proxy for the purpose of voting upon the Consolidated Financial Statements of the Company and subsidiary companies for the fiscal year ended March 31, 1969, and the Reports of the Directors and Auditors thereon.

Voting Shares and Principal Holders Thereof

The only equity shares in the capital stock of the Company are the Class "B" common shares ("Class "B" shares") and Class "C" convertible common shares ("Class "C" shares"). There are issued and outstanding 3,966,349 Class "B" shares and 1,258,942 Class "C" shares. Holders of Class "B" and Class "C" shares of record at the time of the Meeting will be entitled to be present at and to vote, on the basis of one vote for each such share held, at the Meeting of the Company. Holders of Class "A" common shares ("Class "A" shares") of record at the time of the Meeting will be entitled to be present at the Meeting and, voting separately and as a class, to elect three members of the Board of Directors of the Company (each Class "A" common shareholder being entitled for that purpose to one vote for each Class "A" share held), but shall otherwise have no right

to vote as shareholders either for the election of directors or for any other purpose.

Only the Class "B" and Class "C" shares are entitled to be voted at the Meeting, and at any adjournment thereof, with respect to Special By-law "GG" which is reproduced herein.

Malsham Corporation Limited is the beneficial owner of 1,007,025 Class "B" shares of the Company, or 19.27% of the total outstanding equity shares of the Company. Mr. D. G. Willmot, the President and Chief Executive Officer, and a Director, of the Company, and a nominee herein for re-election as a Director of the Company by the holders of the Class "B" and Class "C" shares, directly or indirectly beneficially owns 565,553 Class "C" shares, or 10.82% of the total outstanding equity shares of the Company.

Designation and Revocation of Proxies

The persons named in the enclosed form of proxy are Directors of the Company and have indicated to the Company their willingness to represent as proxy, the shareholders desiring to so appoint them.

HOWEVER, EACH SUCH SHAREHOLDER IS ENTITLED TO APPOINT A PERSON TO REPRESENT HIM AT THE MEETING OTHER THAN THE INDIVIDUALS NAMED IN THE FORM OF PROXY ENCLOSED. IF ANY SUCH SHAREHOLDER WISHES TO DESIGNATE AS HIS NOMINEE

SOME PERSON OTHER THAN THE INDIVIDUALS NAMED IN THE FORM OF PROXY, THEIR NAMES SHOULD BE DELETED AND THE NAME OF THE DESIRED NOMINEE INSERTED IN THE BLANK SPACE PROVIDED THEREIN.

A person acting as proxy need not be a shareholder of the Company. A shareholder executing and returning the enclosed form of proxy may revoke the same at any time prior to its use.

Election of Directors

The By-laws of the Company provide that the Board of Directors shall consist of eighteen Directors. Each Director elected will hold office until the next Annual Meeting of Shareholders or until his successor is duly elected or appointed. The persons listed below will retire as Directors at the Meeting and they are eligible and will be nominated for re-election. The Class "A" shares represented by proxies will be voted for the election of the three persons indicated as nominees for election by the holders of the Class "A" shares, and the

Class "B" and Class "C" shares represented by proxies will be voted for the election of the remaining fifteen nominees listed. Management does not contemplate that any of the nominees will be unable or unwilling to serve as a Director but, if that should occur for any reason prior to the Meeting, the individuals named in the enclosed form of proxy reserve and shall have the right to vote for any substitute nominee or nominees which in its discretion Management may select.

Name, position with Company and principal occupation	Director since	Equity shares beneficially owned		Name, position with Company and principal occupation	Director since	Equity shares beneficially owned	
		Class "B"	Class "C"			Class "B"	Class "C"
NOMINEES FOR ELECTION BY THE HOLDERS OF CLASS "A" SHARES				MORGAN McCAMMON, Q.C. Senior Vice-President, Corporate Services	1966	120	—
H. N. BAWDEN Director, Dominion Securities Corporation Limited (investment dealer)	1968	—	3,400	H. C. F. MOCKRIDGE, Q.C. Partner of the legal firm of Osler, Hoskin & Harcourt	1962	40	—
W. P. FRANKENHOFF Partner and Director, William E. Hill & Company, Inc. (management consultants)	1968	5	—	*H. deM. MOLSON Chairman of the Board	1938	112,400	43,050
NORMAN E. WHITMORE President, Wascana Investments Limited (general investment)	1966	6,000	—	J. DAVID MOLSON President and Chairman of the Board, Canadian Arena Company (sports and entertainment)	1966	6,950	—
NOMINEES FOR ELECTION BY THE HOLDERS OF CLASS "B" AND CLASS "C" SHARES				*T. H. P. MOLSON Honorary Chairman of the Board	1930	381,000	38,250
J. T. BLACK Senior Vice-President, Brewing Group	1967	3,000	—	E. H. ORSER Senior Vice-President, Corporate Development	1968	50	9,180
PETER D. CURRY Chairman of the Board, Greater Winnipeg Gas Company (gas utility)	1963	2,000	—	GÉRARD PLOURDE President and General Manager, U.A.P. Inc. (automotive parts and accessories)	1968	200	—
DONALD S. HARVIE President, Canadian Fina Oil Limited (petroleum exploration and production)	1965	7,500	—	F. H. SOBEY Chairman of the Board, Sobey's Stores Limited (retail merchandising)	1969	810	82,452
DAVID LAKIE Senior Vice-President, Canadian Industrial Group	1968	—	5,576	G. B. WATERMAN Senior Vice-President, U.S. and International Industrial Group	1968	—	9,690
ROGER LÉTOURNEAU, Q.C. Partner of the legal firm of Létourneau, Stein, Marseille, Bienvenue, Delisle & Larue	1964	400	—	**D. G. WILLMOT President and Chief Executive Officer	1968	—	565,553

(*) Malsham Corporation Limited, the Estate of the late Herbert Molson and other associates of Mr. T. H. P. Molson and Honourable H. deM. Molson, collectively own beneficially 1,313,725 Class "B" shares.

(**) Willcrest Limited, an associate of Mr. D. G. Willmot, beneficially and directly owns 459,000 Class "C" shares.

Messrs. H. N. Bawden, W. P. Frankenhoff, Gérard Plourde, F. H. Sobey, David Lakie, E. H. Orser, G. B. Waterman and D. G. Willmot have held the principal occupations stated during the past five years, save that prior to September 11, 1968, Messrs. Lakie, Orser, Waterman and Willmot were Vice-President, Vice-President and Treasurer, Vice-President, and President, respectively, of Anthes Imperial Limited (diversified manufacturing) and prior to February 10, 1966, Mr. Lakie was Vice-President of Office Specialty Limited (office furniture and equipment).

Remuneration of Directors and Senior Officers

The aggregate direct remuneration paid or payable during the 1969 fiscal year by the Company and its subsidiaries, whose financial

statements are consolidated with those of the Company, to the Directors and Senior Officers of the Company amounted to \$785,569.

Retirement Benefits of Senior Officers

The Company does not provide for retirement benefits to Directors who are not officers of the Company.

The estimated annual benefits to the Senior Officers, as a group, upon retirement under the Company pension plans aggregate \$255,072.

Such benefits have been projected on the assumption that such persons will continue in their employment with the Company at present remuneration until attaining normal retirement at age 65 and that the present pension plans of the Company will continue until then without change.

Stock Options to Senior Officers

In 1965, prior to becoming a subsidiary of the Company, Anthes Imperial Limited ("Anthes") established a Stock Option Plan and granted options thereunder to its senior officers and other senior management personnel to purchase Class A common shares of that company at a price per share equal to 90% of the market price of such shares on the date the option was granted. Each option was stated to be exercisable in part in September of each of the years 1967 to 1970, inclusive. On September 11, 1968, when senior officers of Anthes were appointed Senior Officers of the Company, the Company continued said Stock Option Plan of Anthes by substituting for

Anthes shares that Senior Officers were entitled to purchase under said Plan, Class "A" shares of the Company in a number and at an option price determined by the relative market price of the shares of the companies on that date, and the Company has reserved 9,692 Class "A" shares for that purpose from its authorized and unissued capital stock. During the 1969 fiscal year, Senior Officers, as a group, exercised options in respect of 3,413 of the 9,692 Class "A" shares so reserved for a total consideration of \$38,183.34, in substitution for their right, as a group, to exercise options in respect of 1,875 Class A common shares of Anthes for a total consideration of \$38,175.

Appointment and Remuneration of Auditors

It is intended that the Class "B" and Class "C" shares represented by proxies shall be voted to appoint as Auditors of the Company the firm

of McDonald, Currie & Co., the present Auditors of the Company, and to authorize the Directors to fix their remuneration.

Special By-law "GG"

The Class "B" shares and the Class "C" shares represented by the appropriate form of proxy hereby solicited will be voted and, where the person or company whose proxy is solicited, specifies in such form of proxy a choice with respect to Special By-law "GG"

identified therein, such shares shall, subject to Section 105 of the Securities Act, 1966 (Ontario) and to Section 103 of the Securities Act, 1967 (British Columbia), be voted in accordance with the specification so made. IN THE ABSENCE OF THE SPECIFICATION

OF A CHOICE BY SUCH MEANS, IT IS INTENDED TO VOTE SUCH SHARES FOR THE CONFIRMATION OF SPECIAL BY-LAW "GG".

Special By-law "GG", the full text of which is reproduced herein, authorizes the Board of Directors in its discretion from time to time to purchase insurance against any liability of the Company under the

indemnifying provisions of the By-law and, in addition, to purchase and maintain insurance protecting the directors and officers of the Company against any liability in respect of such direct losses, as the Board of Directors may from time to time determine to be appropriate, which they may sustain while and as a result of operating in their individual or collective capacities in the Company.

Discretionary Voting of Management Proxies

The proxy hereby solicited respectively from the holders of Class "B" shares and Class "C" shares confers discretionary authority with respect to amendments or variations to the matters identified in the foregoing Notice of Meeting and to other matters which may pro-

perly come before the Meeting. Management is not aware that any such amendments, variations or other matters are to be presented for action at the Meeting.

Montreal, May 30, 1969.

J. B. JOLLEY, Secretary

MOLSON INDUSTRIES LIMITED

SPECIAL BY-LAW "GG"

being a by-law replacing Section 33 of By-Law No. 1 relating to the indemnification of directors and officers

BE IT AND IT IS HEREBY ENACTED as Special By-Law "GG" of Molson Industries Limited (the "Company") as follows:

By-Law No. 1 of the Company is hereby amended by deleting Section 33 thereof and substituting therefor the following:

33. Indemnity of Directors and Officers.

1. Every director and officer of the Company and his heirs, executors and administrators and estate and effects respectively shall, from time to time and at all times, be indemnified and saved harmless out of the funds of the Company from and against:—

(a) all losses, damages, costs, charges and expenses whatsoever which such director or officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever, heretofore or hereafter made, done or permitted by him, in or about the execution of the duties of his office; and

(b) all other losses, damages, costs, charges and expenses which he sustains or incurs, in or about or in relation to the affairs thereof;

except any such losses, damages, costs, charges and expenses mentioned in the foregoing paragraphs (a) and (b) as are occasioned by his own wilful neglect or default; and the Company hereby consents to the indemnification provided for herein.

2. Without in any way limiting the powers of the Company, the Company may insure against the Company's liability in respect of any of the losses, damages, costs, charges and expenses for which it may be liable pursuant to the foregoing provisions of this Section 33 of By-Law No. 1 of the Company, and may purchase and maintain insurance on behalf of any director or officer and his heirs, executors, administrators, and estate and effects, against any liability in respect of the aforesaid losses, damages, costs, charges and expenses, and, in addition, against any liability for all such other losses, damages, costs, charges and expenses as the board of directors may from time to time determine to be appropriate, all such insurance to be in such amounts, to contain such terms and conditions, and to be placed with such insurers as the board of directors may from time to time determine and the Company may duly and reasonably pay all premiums and other sums of money payable for that purpose with such contribution, if any, by the directors and officers as may be determined by the board of directors from time to time.

LES INDUSTRIES MOLSON LIMITÉE

AVIS DE L'ASSEMBLÉE ANNUELLE DES ACTIONNAIRES

L'assemblée annuelle des actionnaires des Industries Molson Limitée aura lieu au siège social de la Compagnie, 1555 est, rue Notre-Dame, Montréal, jeudi le 26 juin 1969, à onze heures trente du matin (heure avancée de l'est), aux fins suivantes :

1. Recevoir le rapport des administrateurs, les états financiers consolidés de la Compagnie et de ses filiales, et le rapport des vérificateurs sur ces états, pour l'exercice terminé le 31 mars 1969 ;
2. Élire les administrateurs ;
3. Nommer les vérificateurs et autoriser les administrateurs à fixer leur rémunération ;

Montréal, le 9 juin 1969

4. Étudier et, si on l'estime opportun, ratifier tel quel ou en le modifiant ou l'amendant le règlement spécial "GG" qui remplace et élargit les dispositions des règlements généraux de la Compagnie relatifs à l'indemnisation des administrateurs et des cadres (et dont la circulaire d'information ci-dessous reproduit le texte intégral, tel qu'arrêté par le Conseil d'administration le 26 mai 1969) ; et
5. Traiter toute autre question pouvant être présentée dans les formes à l'assemblée ou à toute reprise de celle-ci.

Le secrétaire, J. B. JOLLEY

Note: TOUT ACTIONNAIRE DANS L'IMPOSSIBILITÉ D'ASSISTER À L'ASSEMBLÉE ANNUELLE EST PRIÉ DE REMPLIR, DATER, SIGNER ET RENVOYER À LA COMPAGNIE LA FORMULE DE PROCURATION CI-JOINTE DANS L'ENVELOPPE AFFRANCHIE FOURNIE À CETTE FIN.

CIRCULAIRE D'INFORMATION (au 30 mai 1969)

Demande de procurations par la Direction

La présente circulaire a trait à la demande de procurations par la Direction des Industries Molson Limitée (la "Compagnie") en vue de l'assemblée annuelle des actionnaires (l'"assemblée") de la Compagnie devant avoir lieu le jeudi 26 juin 1969 à l'heure, à l'endroit et aux fins mentionnés dans l'avis d'assemblée ci-dessus, et de toute reprise de cette assemblée. La Direction n'entend pas solliciter de procura-

tions autrement que par la poste, et le coût total de cette demande sera assumé par la Compagnie.

La Direction n'a pas l'intention de se servir des procurations pour voter l'approbation des états financiers consolidés de la Compagnie et de ses filiales pour l'exercice terminé le 31 mars 1969, et des rapports des administrateurs et des vérificateurs sur ces états.

Actions à droit de vote et principaux possesseurs

Le capital-actions de la Compagnie ayant plein droit de vote est uniquement constitué d'actions ordinaires de classe "B" (actions de classe "B") et d'actions ordinaires convertibles de classe "C" ("actions de classe "C"). Il y a 3,966,349 actions de classe "B" et 1,258,942 actions de classe "C" en circulation. Les possesseurs d'actions de classe "B" et de classe "C" immatriculés comme tels au moment de l'assemblée auront droit d'y assister et d'y voter, à raison d'une voix par action de l'une ou l'autre classe en leur possession. Les possesseurs d'actions ordinaires de classe "A" ("actions de classe "A") immatriculés comme tels au moment de l'assemblée auront droit d'y assister et d'y élire, à l'occasion d'une mise aux voix distincte, trois membres du Conseil d'administration de la Compagnie (chaque actionnaire de classe "A" ayant alors droit à une voix par action de classe "A" en sa possession), mais ne pourront autrement se prononcer, comme actionnaires, sur l'élection des administrateurs

ou sur toute autre question.

Seuls les droits de vote des actions de classe "B" et de classe "C" pourront être exercés à l'assemblée et à toute reprise de celle-ci en ce qui a trait au règlement spécial "GG", dont on trouvera le texte plus loin.

Malsham Corporation Limited est le possesseur à bénéfice entier de 1,007,025 actions de classe "B" de la Compagnie, ou 19.27% du total des actions en circulation de la Compagnie ayant plein droit de vote. M. D. G. Willmot, président et directeur général, et administrateur de la Compagnie, proposé par les présentes comme candidat des actionnaires de classe "B" et de classe "C" au poste d'administrateur, possède à bénéfice entier, directement ou indirectement, 565,553 actions de classe "C", ou 10.82% du total des actions en circulation de la Compagnie ayant plein droit de vote.

Nomination des fondés de pouvoir et révocation des procurations

Les personnes nommées dans la formule de procuration ci-incluse sont administrateurs de la Compagnie et ont signifié à celle-ci leur consentement à remplir le rôle de fondés de pouvoir des actionnaires qui le désirent.

CEPENDANT, TOUT ACTIONNAIRE A DROIT DE NOMMER, POUR LE REPRÉSENTER À L'ASSEMBLÉE, UNE AUTRE PERSONNE QUE CELLES DONT LES NOMS FIGURENT DANS LA FORMULE DE PROCURATION

CI-JOINTE. DANS CE CAS, IL DOIT RAYER LES NOMS DES PERSONNES QUI Y FIGURENT ET INSCRIRE CELUI DE SON REPRÉSENTANT DANS L'ESPACE PRÉVU.

Il n'est pas nécessaire qu'un fondé de pouvoir soit actionnaire de la Compagnie. Une procuration donnée au moyen de la formule ci-jointe peut être révoquée à n'importe quel moment avant qu'elle ait été exercée.

Élection des administrateurs

Les règlements de la Compagnie prévoient un Conseil d'administration composé de dix-huit administrateurs. Chaque administrateur élu demeure en fonction jusqu'à l'assemblée annuelle des actionnaires suivante ou jusqu'à ce que son successeur soit dûment élu ou nommé. Le mandat des administrateurs dont les noms sont donnés ci-dessous expirera à l'assemblée, mais ils demeurent éligibles et leur réélection sera proposée. Les droits de vote des actions de classe "A" faisant l'objet de procurations seront exercés en faveur des trois personnes proposées comme candidats des possesseurs d'actions de

classe "A" au Conseil d'administration, tandis que les droits de vote des actions de classe "B" et de classe "C" faisant l'objet de procurations le seront en faveur des quinze autres personnes mentionnées dans la liste. La Direction ne prévoit pas qu'aucun candidat puisse se trouver dans l'impossibilité ou refuser d'accepter le poste d'administrateur, mais si la chose devait se produire avant l'assemblée, les personnes mentionnées dans la formule de procuration auront droit de donner leurs voix au candidat ou aux candidats que la Direction pourra choisir à sa discrétion.

Nom, fonction auprès de la Compagnie et occupation principale	Administrateur depuis	Actions ayant plein droit de vote possédées à bénéfice entier classe "B" classe "C"		Nom, fonction auprès de la Compagnie et occupation principale	Administrateur depuis	Actions ayant plein droit de vote possédées à bénéfice entier classe "B" classe "C"	
PROPOSÉS COMME CANDIDATS DES ACTIONNAIRES DE CLASSE "A"				MORGAN McCAMMON, c.r. Premier Vice-président, services administratifs	1966	120	—
H. N. BAWDEN Administrateur, Dominion Securities Corporation Limited (courtier en valeurs mobilières)	1968	—	3,400	H. C. F. MOCKRIDGE, c.r. Associé, étude légale Osler, Hoskin et Harcourt	1962	40	—
W. P. FRANKENHOFF Associé et administrateur, William E. Hill & Company, Inc. (conseillers en administration)	1968	5	—	*H. deM. MOLSON Président du Conseil	1938	112,400	43,050
NORMAN E. WHITMORE Président, Wascana Investments Limited (placements)	1966	6,000	—	J. DAVID MOLSON Président, Canadian Arena Company (sports et divertissements)	1966	6,950	—
PROPOSÉS COMME CANDIDATS DES ACTIONNAIRES DES CLASSES "B" ET "C"				*T. H. P. MOLSON Président honoraire du Conseil	1930	381,000	38,250
J. T. BLACK Premier Vice-président, secteur des brasseries	1967	3,000	—	E. H. ORSER Premier Vice-président, expansion	1968	50	9,180
PETER D. CURRY Président du Conseil, Greater Winnipeg Gas Company (service public de gaz)	1963	2,000	—	GÉRARD PLOURDE Président et Directeur général, U.A.P. Inc. (pièces d'automobiles)	1968	200	—
DONALD S. HARVIE Président, Canadian Fina Oil Limited (prospection et production pétrolières)	1965	7,500	—	F. H. SOBEY Président du Conseil, Sobeys Stores Limited (commercialisation au détail)	1969	810	82,452
DAVID LAKIE Premier Vice-président, secteur industriel canadien	1968	—	5,576	G. B. WATERMAN Premier Vice-président, secteur industriel international	1968	—	9,690
ROGER LÉTOURNEAU, c.r. Associé, étude légale Létourneau, Stein, Marseille, Bienvenu, Delisle et Larue	1964	400	—	**D. G. WILLMOT Président et Directeur général	1968	—	565,553

(*) Malsham Corporation Limited, la succession de feu Herbert Molson et d'autres associés de M. T. H. P. Molson et de l'honorable H. deM. Molson, possèdent collectivement et à bénéfice entier 1,313,725 actions de classe "B".

(**) Wilcrest Limited, un associé de M. D. G. Willmot, possède directement et à bénéfice entier 459,000 actions de classe "C".

L'occupation principale de MM. Bawden, W. P. Frankenhoff, Gérard Plourde, F. H. Sobey, David Lakie, E. H. Orser, G. B. Waterman et D. G. Willmot est la même depuis cinq ans, sauf qu'antérieurement au 11 septembre 1968, MM. Lakie, Orser, Waterman et Willmot étaient Vice-président, Vice-président et Trésorier, Vice-président et

Président respectivement de Anthes Imperial Limited (fabrication diverse), et qu'antérieurement au 10 février 1966, M. Lakie était Vice-président de Office Specialty Limited (meubles et matériel de bureau).

Rémunération des administrateurs et des dirigeants

La somme totale de la rémunération directe payée ou payable durant l'exercice 1969 aux administrateurs et aux dirigeants de la Compagnie

par la Compagnie et les filiales dont les états financiers sont consolidés avec ceux de la Compagnie s'établissait à \$785,569.

Pension des dirigeants

Il n'est pas prévu de pension pour les administrateurs qui ne font pas partie de la Direction de la Compagnie.

Les pensions annuelles prévues pour les dirigeants, en tant que groupe, au moment de leur retraite en vertu des régimes de retraite de

la Compagnie, s'élèvent au total à \$255,072. Dans le calcul de ce chiffre, on prend pour acquis que ces personnes resteront au service de la Compagnie à leur traitement actuel jusqu'à l'âge normal de la retraite, 65 ans, et que les régimes de retraite actuels de la Compagnie resteront inchangés dans l'intervalle.

Options sur les actions en faveur des dirigeants

En 1965, avant de devenir une filiale de la Compagnie, Anthes Imperial Limited ("Anthes") a instauré un régime d'options sur les actions et accordé alors à ses dirigeants et à d'autres cadres supérieurs des options sur des actions ordinaires de classe A de cette compagnie à 90% du prix du marché au moment où les options étaient accordées. Chaque option pouvait être levée, partiellement en septembre de chaque année, de 1967 à 1970 inclusivement. Le 11 septembre 1968, quand des dirigeants de Anthes passèrent à la Direction de la Compagnie, celle-ci maintint le régime d'options de Anthes en remplaçant les actions de celle-ci (que les dirigeants

avaient droit d'acheter en vertu du régime) par des actions de classe "A" de la Compagnie, dont le nombre et le prix étaient déterminés par le prix relatif du marché des actions des compagnies à cette date. A cette fin, la Compagnie a réservé 9,692 actions de classe "A" à la souche. Au cours de l'exercice 1969, les dirigeants, comme groupe, ont levé des options sur 3,413 des 9,692 actions de classe "A" ainsi réservées, au montant total de \$38,183.34, en substitution de leur droit, comme groupe, de lever des options sur 1,875 actions ordinaires de classe A de Anthes, au montant total de \$38,175.00.

Nomination et rémunération des vérificateurs

Il est prévu que les votes des actions de classe "B" et de classe "C" faisant l'objet de procurations favoriseront la nomination de McDonald, Currie & Cie, les vérificateurs actuels de la Compagnie, au

même poste, et autoriseront les administrateurs à fixer leur rémunération.

Règlement spécial "GG"

Les droits de vote des actions de classe "B" et de classe "C" faisant l'objet de procurations sollicitées par les présentes seront exercés et, si la personne ou la compagnie dont on sollicite la procuration indique, dans cette formule de procuration, son intention quant au règlement spécial "GG", ces droits de vote seront exercés selon le désir de l'actionnaire, sous réserve de l'article 105 de la Loi des valeurs mobilières, 1966 (Ontario) et de l'article 103 de la Loi des valeurs mobilières, 1967 (Colombie Britannique). A DÉFAUT D'UNE INTENTION PRÉCISE AINSI SIGNIFIÉE, LA DIRECTION SE PROPOSE D'EXERCER CES DROITS DE VOTE EN FAVEUR DE LA RATIFICATION DU RÈGLEMENT SPÉCIAL "GG".

Latitude des fondés de pouvoir

La procuration sollicitée par les présentes auprès des possesseurs des actions de classe "B" et de classe "C" donne toute latitude à l'égard des amendements ou des modifications qui pourront être apportés aux questions mentionnées dans l'avis de convocation ci-dessus et

Montréal, le 30 mai 1969

Le règlement spécial "GG", dont le texte intégral est reproduit plus bas, donne latitude au Conseil d'administration de se procurer, de temps à autre, de l'assurance contre toute responsabilité de la Compagnie en vertu des dispositions du règlement touchant l'indemnisation et, en outre, d'acheter et maintenir de l'assurance qui protège les administrateurs et les cadres de la Compagnie contre toute responsabilité relativement aux pertes qu'ils peuvent directement subir du fait et dans l'accomplissement de leurs fonctions personnelles ou collectives au sein de la Compagnie, selon que le Conseil d'administration pourra le juger convenable de temps à autre.

aux autres questions qui pourront être soumises dans les formes à l'assemblée. La Direction ignore si des amendements, modifications ou autres questions seront portés à l'attention de l'assemblée.

Le secrétaire,
J. B. JOLLEY

LES INDUSTRIES MOLSON LIMITÉE

RÈGLEMENT SPÉCIAL "GG"

remplaçant l'article 33 du règlement no 1 relatif à l'indemnisation
des administrateurs et des cadres.

IL EST PAR LES PRÉSENTES DÉCIDÉ d'adopter le règlement spécial "GG" des Industries Molson Limitée (la "Compagnie"), comme suit :

Le règlement no 1 de la Compagnie est amendé par les présentes en substituant à l'article 33 ce qui suit :

33. Indemnisation des administrateurs et des cadres

1. Tous les administrateurs et cadres de la Compagnie, leurs héritiers, leurs exécuteurs testamentaires, leur succession et leurs effets respectivement seront de temps à autre et à n'importe quel moment indemnisés et dédommagés, à même les fonds de la Compagnie, de

(a) tous les dommages, pertes, frais et dépenses de quelque nature que ce soit que peuvent entraîner pour ces administrateurs ou cadres toute action, poursuite ou procès intenté ou entrepris contre eux par suite ou au sujet de tout acte, geste ou chose que ce soit, passés ou futurs, qu'ils ont faits ou permis, dans l'accomplissement de leurs fonctions ou à leur sujet ; et de

(b) tous les autres dommages, pertes, frais et dépenses qu'ils peuvent subir ou engager au sujet et ou par suite des affaires de la Compagnie ;

sauf si les pertes, dommages, frais et dépenses mentionnés aux paragraphes (a) et (b) ci-dessus sont causés par leur négligence ou manquement délibérés ; et la Compagnie consent à les indemniser selon les présentes dispositions.

2. Sans restreindre aucunement ses pouvoirs, la Compagnie peut se protéger contre les dommages, pertes, frais et dépenses dont elle peut être tenue responsable conformément aux dispositions du présent article 33 du règlement no 1 de la Compagnie, et peut acheter et maintenir de l'assurance au bénéfice de n'importe quel administrateur ou cadre, de ses héritiers, exécuteurs testamentaires, administrateurs, et de sa succession et effets, contre toute responsabilité à l'égard des susdits dommages, pertes, frais et dépenses, et, en outre, contre toute responsabilité par suite de tous les autres dommages, pertes, frais et dépenses contre lesquels le Conseil d'administration pourra de temps en temps juger convenable de s'assurer, les primes, les modalités et les assureurs devant être déterminés comme le Conseil d'administration pourra en décider de temps à autre, et la Compagnie pourra valablement payer toutes les primes et les autres sommes d'argent payables à cette fin, sous réserve des cotisations, au besoin, des administrateurs et des cadres, comme le Conseil d'administration pourra en décider de temps à autre.

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The SECRETARY
MOLSON INDUSTRIES LIMITED
C/O THE ROYAL TRUST COMPANY
P.O. Box 1810, Station "B"
Montreal 110, Canada

21918

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MOLSON INDUSTRIES LIMITED

PROXY (Class "B" common shares)

THIS PROXY IS SOLICITED BY MANAGEMENT AND SHOULD BE READ IN CONJUNCTION WITH ACCOMPANYING NOTICE OF MEETING AND INFORMATION CIRCULAR.

The undersigned Class "B" Shareholder of MOLSON INDUSTRIES LIMITED (the "Company") hereby appoints H. deM. Molson (Chairman), or failing him, D. G. Willmot (President), or failing him, M. McCammon (Sr. Vice-President), or as the proxy of the undersigned to attend, act and vote for and on behalf of the undersigned at the Annual Meeting of Shareholders of the Company, to be held in the City of Montreal, in the Province of Quebec, Canada, on June 26, 1969, and at any adjournment thereof, (a) FOR or AGAINST (or if no specification is made, FOR) the sanctioning of Special By-law "GG"; and (b) in his discretion with respect to amendments or variations to the matters identified above, or upon such other matters as may properly come before the Meeting.

DATE _____ 1969

Signature _____

(Please date, sign and promptly return this proxy in the envelope provided)

LES INDUSTRIES MOLSON LIMITÉE

PROCURATION (actions ordinaires classe "B")

CEtte PROCURATION EST SOLICITÉE PAR LA DIRECTION ET DOIT ÊTRE LUE PAR RAPPORT À L'AVIS D'ASSEMBLÉE ET À LA CIRCULAIRE CI-JOINTS.

Le soussigné, actionnaire de classe "B" des INDUSTRIES MOLSON LIMITÉE (la "Compagnie") nomme par les présentes H. deM. Molson (président du Conseil) ou, à son défaut, D. G. Willmot (président) ou, à son défaut, M. McCammon (premier vice-président) ou son fondé de pouvoir pour assister, agir et voter en son nom à l'assemblée annuelle des actionnaires de la Compagnie, qui aura lieu en la Ville de Montréal, province de Québec, Canada, le 26 juin 1969, et à toute reprise de cette assemblée, (a) POUR ou CONTRE (à défaut de précision, POUR) la ratification du règlement spécial "GG", et (b) à sa discrétion au sujet des amendements ou modifications qui peuvent y être apportés ou au sujet de toute autre question soumise dans les formes à l'assemblée.

DATE _____ 1969

Signature _____

(Prière de dater, signer et renvoyer promptement cette procuration dans l'enveloppe ci-incluse)

MRS JANE LYNCH
66 OAKMOUNT RD APT. 104
TORONTO 9 ONT

21918

PRINTED
IN CANADA

Please date and sign on reverse side.
Prière de signer et dater au verso.

D. G. WILLMOT

president

MOLSON INDUSTRIES LIMITED

to

**TORONTO SOCIETY
OF FINANCIAL ANALYSTS**

Toronto

November 12, 1969

Cette brochure est aussi publiée en français. Un exemplaire de l'édition française est disponible sur demande à: Les Industries Molson Limitée, Service des Relations Publiques, P.O. Box 6015, Toronto A.M.F., Ontario.

DEC 11 1969

ALMOST five years ago I had the pleasure of speaking to members of your society on the progress of Anthes Imperial Limited. My talk to you today will be, in part, a continuation of that story for, as you know, Anthes has since combined with Molson Breweries Limited, and is now part of Molson Industries Limited.

Molson Industries Limited came into being 14 months ago, on September 5, 1968, following the acceptance by 91 percent of the shareholders of Anthes of an offer by Molson Breweries Limited. Molson Industries now holds 99.65 percent of Anthes Imperial shares and both the Anthes A and B class shares have been delisted from trading on the Toronto Stock Exchange.

Molson Industries today is a company with total assets of \$151 millions, with consolidated sales, at its last fiscal year-end, of almost \$295 millions. Its 1969 net earnings were in excess of \$15 millions, or, \$1.33 a share, of which 10 cents per share was contributed by profit from the sale of investments.

Its divisions and subsidiaries include the most profitable brewing operations in Canada, one of the largest gasoline pump manufacturers in the United States, the only national school supply house in Canada, the leading Canadian soil pipe manufacturer, the largest public warehousing and distribution service company in Canada, one of the country's leading home furniture manufacturers and a major office furniture and equipment maker.

The company's products are manufactured and processed by 7,700 employees in 36 plants in 27 communities in Canada, the United States and Italy, and in three other facilities operated by affiliated companies — ownership of 50 percent of less — in the U.S., Mexico and Switzerland.

We are often asked, "What *kind* of a company is Molson Industries?" This is an important question, for I don't believe that any company can — or should — be identified by a pat, descriptive noun — no matter how popu-

lar or fashionable the word might be at any given time. To answer this question we included a statement of "The company and its purpose" in our most recent annual report. It might be useful, in setting some parameters for today's comments, if I selectively quote from it:

"Molson Industries Limited is a diversified, growth-oriented company. The first responsibility of the management will be to operate its present businesses with skill, diligence and foresight. Senior officers will maintain *at all times* a close association and involvement with the operations of all divisions to assure the maximum input of management talent. The optimum use of the company's resources – financial, physical and human – is accepted as a permanent challenge. Opportunities for growth will be constantly sought; anticipation of, and planning for, change will receive continuing attention. The maintenance, development and cultivation of an outstanding management group will have top priority. A high degree of decentralized authority will prevail, commensurate with direction, counselling and monitoring by a headquarters staff. Fixed assets will be maintained at a high level of efficiency consistent with the size of market served. Operations will embrace a broad degree of diversification. No product or facility will be continued beyond its useful and profitable life. New products and acquisitions of other businesses will be sought using the criteria of growth, return on investment and compatibility. There will be no geographic limit to the company's future activities, other than those imposed by political circumstances and the economics involved."

Our management and organization philosophy includes a strong emphasis upon what is probably best described by the current term, strategic management. Our organiza-

tion structure reflects this concept. We recently appointed an executive vice president, operations, who has reporting to him three operating senior vice presidents, each responsible for the operations of a group: the brewing group, the Canadian industrial group and the U.S. and international industrial group.

The brewing group comprises all brewing activities. Corporately, it is represented by a wholly-owned subsidiary, Molson Breweries of Canada Limited.

The Canadian industrial group is essentially composed of the Anthes Imperial operations in Canada, plus the furniture and school supply business of Vilas Industries, an earlier acquisition of Molson's.

The U.S. and international group is largely made up of the John Wood enterprises in the U.S. (a wholly-owned subsidiary), and our affiliated operations in Mexico, Switzerland and Italy.

In addition to the executive vice president, operations, who has full responsibility for the day-to-day operations of the business, I have reporting to me three staff senior vice presidents. These men are responsible for: the finance and control functions; corporate services dealing with legal, secretarial, industrial relations, public relations, employee benefits and general insurance matters; and corporate and management resources.

While the latter three have responsibilities which go somewhat beyond our concept of strategic management, nevertheless they participate in this phase of management through involvement in the monitoring and control of the company's operations, external relations, overall policy formulation, development of corporate objectives and long-range plans.

We use the phrases, "strategic management" or "strategic planning", to describe certain management activities which consider the study, planning and action which will direct the organization to its best possible future course. It is the job of the corporate development group to develop,

in co-operation with operating management, the strategy for the growth of the corporation's businesses and profits. We constantly look at all of our resources, our plants, our market position, our financial strength and our management force, to decide how we should deploy all of these to achieve the objectives we have established.

In accomplishing this, the group guides and co-ordinates the preparation of long-range plans for all of the present operations, regularly analyzes and monitors the accomplishment of the company in relation to planned performance, reviews capital spending plans in both the short-range and long-range and assists operating divisions in studying new markets and products.

Importantly, of course, the corporate development group is responsible for the selection of new fields of opportunity for the company, including acquisitions. These men establish acquisition strategies, search out acquisition candidates, investigate companies found to be attractive and initiate discussions with them when appropriate.

In addition to the considerations relating to physical and financial resources, a company with an ambitious attitude about growth must ensure that it has the skills to manage its operations, not only now but in the future. In the case of our company, and for this reason, the corporate development function includes the activities of organization planning, manpower resources analysis and continuing programs for manager development.

In summary, we accept the definition of strategic planning as "the process of deciding the basic mission of the company, the objectives which it seeks to achieve and the major strategies and policies governing the use of resources at its disposal to achieve the objectives."

Our business is divided into five major product and service groups. Brewing, at the moment, is the largest product group, accounting for 60 percent of last year's sales.

Products which serve the construction industry account for 14 percent; office equipment, school supplies and furniture for nine percent; industrial products and services also for nine percent and petroleum retailing products (service station equipment) for eight percent.

It might be of interest if I briefly reviewed the significant activities and current prospects of the five product groups.

Earnings from the brewing group are showing an attractive recovery from last year, when that group – along with other major brewing organizations in Canada – suffered from the effects of a four-week strike in Ontario. The group continues to make gains in the major markets of Ontario and western Canada, particularly British Columbia. We feel that we have an excellent balance of strong national brands supported by regional and local beers, that continue to demonstrate strength and popularity.

This year, as part of a continuing program of aggressive new product planning, two new beers were introduced: Molson "Festival" in Ontario and Molson "Golden" in Alberta and Saskatchewan to secure our increasing share of the beer market. It is, of course, too early to make any market share predictions for either. However, with the company's past history of successful new product introduction we anticipate both will secure a significant position in their respective markets.

We believe our long-range plans for product development, for new products, for improved manufacturing efficiency, our reputation for a quality product and our diverse marketing and management skills will enable us to continue to add to our share of the Canadian beer market and continue to grow at a higher rate than the industry. In anticipation of this type of growth, approved expansions and building programs underway will increase our brewing capacity by 25 percent to six million barrels a year by calendar 1970.

Molson's brewing group has traditionally

shown an ability to take advantage of technological and production advances; to move faster than the industry in this area. As I am sure you know, economies of scale have a major bearing on the profitability of a brewing concern. This is, of course, one reason for our current expansion and why we are moving rapidly to add to our facilities. Our present capital plans call for an investment of \$30 millions over the next five years in new and improved brewing facilities.

When one discusses the construction industry these days it is almost like listening to a baseball game. The one word one seems to hear most is "Strike!". And that, as you know, has been the recent story of the construction industry, particularly in the major metropolitan areas of Toronto and Montreal. In addition to the "normal" strike situations involving wages, we have seen, in Toronto, the added weight and financial loss of highly-emotional union jurisdictional disputes. In general, the situation is not unlike that of 1967. Strikes which occurred in the construction industry, in addition to the strike conditions we have had in our own plants, adversely affected our construction products.

Construction is an industry, of course, where cost and price pressures have been at their greatest. Unfortunately, with the type of labor contracts that have been signed and are still being signed — the recent steel agreement, for example — we have to expect continued increases in material and labor costs. As they are passed to us we shall have to offset them by improved efficiencies or, if this is not possible, by selective increases on our own products.

Notwithstanding the short-term problems, the continuing pressures for new facilities — commercial, industrial and residential — indicates that construction will continue as a growth industry. I see no reason why our share of this industry will not grow, although it may well continue to shrink as a percentage of our total business as other phases of our business expand.

Industry overcapacity has caused some price pressures in the office furniture and equipment field, but these pressures are easing as overcapacity reduces. We expect continued growth and a further enhancement of our already major position in this industry.

We have for some time been a pioneer in the field of office landscaping and recently established a company, Office Planning Service Limited, to offer our expertise in this field on a consulting and design basis. I think this is a field that is much misunderstood. Office landscaping is not simply a method of making the office look beautiful, although it often does that. Its primary concern is improved productivity of the office or salaried employee through environment and the best use of time and space.

I might add that I believe that salaried employee productivity is one of the most neglected areas for cost improvement in industry today. While there are innumerable forms of measurement and work standards for the factory or production employee, there is almost nothing comparable for salaried employees. Salaried employee productivity is an area of potential cost saving which we, as a corporation, are looking at most closely and we currently have a senior management task force at work on it.

Although during the first half of calendar 1968 demand for furniture products was low, 1969 is a different story and we expect still further improvements in 1970. As the market leader in colonial furniture, and the sole Canadian manufacturer of La-Z-Boy chairs, we not only expect to profit significantly by the present short-term improvement, but also by the long-term improvement indicated by the high level of home building.

Our Moyer division, the only national school supply company in Canada, distributes some 7,000 items, including school furniture and equipment of our own manufacture. As school teaching systems are changing, Moyer is moving into new supply

items. We anticipate steady growth and increased profit contribution from this division.

In the U.S., the majority of our industrial products have enjoyed steady growth. New lines of heaters for construction and farm use are being well-received and a new line of stainless steel beer barrels, being produced at St. Paul, Minnesota, continues to find favor with the brewing industry. Our industrial tank manufacturing at Conshohocken continues to grow. This facility is currently producing at the rate of one tank a minute.

At Multiplex, in St. Louis, Missouri, where we produce soft drink dispensing equipment, we have completed the development of a satisfactory new product for the frozen carbonated beverage field. However, the markets in which this company operates have developed much more slowly than we – and our competitors – anticipated. Consequently, this operation has not reached a break-even sales level and we are currently re-examining the extent of our interest in this field.

Turning to our foundries in Canada, demand for custom castings, particularly for the automotive aftermarket, is greater than Canadian foundries can meet. We have, for instance, been shipping castings to an automotive parts manufacturer in eastern Canada from our Winnipeg foundry. We have also begun shipments to the U.S. from our St. Catharines plant. We believe we could be looking at a market which has a growth potential of up to 50 percent a year, with quite acceptable profit ratios.

Sales of gasoline pumps and other petroleum retailing equipment in the U.S. have been depressed by tight money and mergers between gasoline marketers have adversely influenced traditional buying patterns. We are, however, maintaining our established position there as one of the largest manufacturers in the gasoline pump industry. The progressive rebuilding, and relocating, of service stations in North America provides an attractive market for us for the foreseeable future.

In addition, we are steadily increasing our

share of the market in Canada, Europe and in Mexico, which holds good promise for further expansion. Our rising sales in Europe also have a favorable impact on our manufacturing profit in the U.S. A number of the components for gasoline pumps sold by us in export markets are manufactured in our Michigan plants and assembled overseas.

Notwithstanding the circumstances that inhibited our earnings last year, with few exceptions, I see nothing but growth for our products in the years ahead. In a statement being mailed to shareholders today we are reporting both sales and earnings up for the second quarter and for the half-year, which ended September 30.

Consolidated sales for the six months were \$167,715,000 compared with \$157,-370,000 for the same period last year. An increase of 6.6 percent. Net earnings were \$8,544,000 or 75 cents per share compared to \$8,290,000 or 73 cents per share a year ago. I would remind you our report for the first three months showed earnings of 35 cents per share compared to 38 cents per share in the prior year. I fully expect that the rate of increase in consolidated sales will be maintained throughout the second half and that profit from operations will be higher than last year.

I should add though, that investment income will continue to be below the level of previous years. We have had a high level of expenditures on capital asset additions and replacements and we used a substantial amount of cash to buy additional amounts of Anthes Imperial common stock bringing our ownership to 99.65 percent.

And now, if I may, I'm going to leave the immediate present and take a look at the future of Molson Industries. I can sum up that future in one word – growth. We plan to grow internally and we plan to grow by entry into new fields and new enterprises.

We are planning to grow not because we have a compulsion to grow or because it makes some of us feel more important to be associated with larger institutions or because

we think it is a surefire way to increase earnings.

We plan to grow as a Canadian enterprise because we believe that only through the strength that comes from size, will we be able to compete effectively in the continental and international trading arenas a decade hence.

We believe that only substantial Canadian corporations will be able to fend off takeover bids from outside the country; that only substantial corporations will be able to provide the strong research and development programs necessary to the continued growth of the Canadian economy; that only substantial Canadian corporations will have the ability to attract venture capital. Most importantly, we believe that only substantial Canadian corporations will be able to provide the training grounds and challenges for the Canadian commercial and government managers of the future and that only such companies will be able to stem the flight of our brightest and most productive people to other business climates and countries.

Having heard me say all that, you might well ask why, with the previous acquisition activity of Anthes Imperial and Molson, we have not made one or more acquisitions in the past year. In effect, for us it is a new ball game. The acquisition criteria and objectives that applied to either Molson or Anthes as individual corporations, don't apply to Molson Industries Limited. It would be fair to say we have seen many opportunities this past year that might have appealed to one or the other, prior to the merger, but which do not have similar appeal for the present corporation.

We believe our prospects are intriguing and that our corporate profile is quite different from others in Canada today. On one side we have an aggressive and growing brewing enterprise with a remarkably stable profit performance. In the decade, 1959 to 1968, for instance, Molson Breweries net earnings rose from \$6.7 millions to \$11.9 millions, accompanied by an equally impressive cash flow of \$15.6 millions in 1968.

Comparable figures for the first year following the merger were profits of \$15 millions and a cash flow of \$22 millions. Harnessed with the stable brewing enterprises is our involvement in a number of industries, some of which though cyclical, have the potential of dynamic growth.

An additional element is the substantial, untapped credit of the combined organization which, together with our strong cash flow, provides an impressive reserve of purchasing power for acquisitions or new business opportunities.

Obviously, with our size, it takes a sizable acquisition to make any impression on our earnings per share. This would logically suggest that we are looking at, or for, corporations which are themselves of considerable size. When shopping in this kind of market one cannot afford to make mistakes — and we do not intend to.

The secret is to find the *right* company or opportunity, at the *right* time and at the *right* price. It is fair to say we have met some who might have met our specifications but who are either doing so well on their own or are so attractive to other prospective merger partners that they are not readily available, or are available at a price we are not prepared to pay.

We always bear in mind that the *real* name of the game is not a highly-toutable immediate increase in earnings per share, but the corporation's *long-term rate of growth*. It is our shareholders' long-term interest that is our prime concern, and we do not intend to make any significant acquisition move until we are satisfied that this interest is served and served well.

Certainly there are opportunities to serve our shareholders through further growth by acquisition.

In the beverage field we are studying the possible potential represented by participation in growing markets outside the areas we presently service — and this includes countries outside North America.

We know there is potential in the fields of

consumer services and products. Transportation and distribution services; and office equipment and supplies are markets which will grow very fast. We are bullish about the education market and our increasing participation in the products and services which serve education. Of course, in a number of these growth products and services we are paying close attention to the United States scene and are in touch with companies in that country.

These are examples of markets and businesses where we believe opportunity lies for us and I suggest our history proves that when the potential and circumstances for acquisition are right, we will move quickly.

In the five years ended with our fiscal year 1969, the total net earnings of the companies which now comprise Molson Industries Limited grew at an average annual compound rate of close to 10 percent. As I have mentioned earlier, we do participate in some businesses which are cyclical and we therefore cannot be sure that all of the fluctuations in the earnings path will be eliminated through diversification.

However, if we take some reasonable future period of measurement, say the next five years, I believe our shareholders are entitled to expect that our rate of earnings growth will equal or exceed this past record.

It is my view they will not be disappointed.

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